

BUSINESS LAW SECTION

CORPORATIONS COMMITTEE

COMMITTEE MEETING AGENDA FOR FEBRUARY 1, 2002

**Los Angeles
Friday, February 1, 2002
9:30 a.m.**

I. ADMINISTRATIVE MATTERS

1. Opening Remarks and Announcements: Walther/Wertlieb
2. Approval of Minutes of January 4, 2002 and December 7, 2001 Meetings: Pike

II. LIAISONS' REPORTS AND DISCUSSIONS

3. Securities and Exchange Commission: Tyson
4. Department of Corporations: Thompson
5. BLS Executive Committee Liaison: Stansell
6. Secretary of State: Bogart
7. NASD: Harasym
8. Liaisons to Other Committees:

Cyberspace Law: Piazza
Corporate Law Departments: Lyon
Partnerships & LLCs: Hazen
UCC: Dyer
ADR: Carpenter
Health Law: Lucas

III. PENDING LEGISLATION/AFFIRMATIVE LEGISLATIVE PROPOSALS

9. Report of Legislative Liaison: Fotenos
10. SB 399 Corporate Conversions: Fitzpatrick/Wertlieb/Bishop
11. Section 25102(o) Regulations Comments/DOC Working Group: Fitzpatrick/McAllister/Hiraide
12. Section 710 Sunset on Supermajority Approvals: Pike

IV. POTENTIAL AFFIRMATIVE LEGISLATIVE PROPOSALS

13. Secretary of State Fax Filings: Dravis
14. Section 25102 (n) (remove notice filing as condition to exemption): Fitzpatrick

15. 25118(b) Definition of Aggregate Evidences of Indebtedness: Weiser
16. Amend Corporation Code to permit electronic communications to constitute a "writing": Piazza/Schai/McAllister
17. Amend Finance Lenders Law (e.g., re venture capital bridge loans): Bishop/Piazza
18. Nasdaq NMS: Technical corrections to reflect proposed conversion of Nasdaq NMS to an "exchange" under the Exchange Act (and address Section 25100 requirement of \$3.00 minimum bid): Bishop/McAllister

V. WEB SITE PROJECTS

19. Web Site Update: Caplan
20. Recent Developments Page: Wojtas

VI. OTHER PROJECTS

21. Opinion Project: Crandall
22. Educational Activities (Spring Meeting, Business Law News articles, etc.): Dravis
23. Guide to Organizing a California Corporation: Lyon/Erickson/Fitzpatrick/Hiraide
24. Completion of Blue Sky Guide: Bishop
25. 25102(f) Regulations/Legislative Proposal, including reasonable belief standard: Fitzpatrick
26. Investment Advisor Exemption: Bishop/Fotenos
27. Explore establishing Advisory Panel for Corporations Committee: Hiraide
28. Examine California law re director duties to creditors, as well as shareholders, and propose statutory or other clarification or revision: Weiser
29. Federal securities law developments (consider "California" view): Hiraide/Weiser
30. "Junction Box" Initiative: Wertlieb/Hazen

VII. NEW BUSINESS

31. Practice Issues
32. Other New Business

Corporation Committee Meeting Agendas

